

## LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - All Filers Are Required to Complete This Page

1. Registrant Name ☒ Organization/Lobbying Firm ☐ Self Employed Individual

**Morgan Stanley & Co. Incorporated**

2. Address ☐ Check if different than previously reported

Address1 **401 9TH STREET, NW, #650**

Address2

City **WASHINGTON**

State **DC**

Zip Code **20004**

Country **USA**

3. Principal place of business (if different than line 2)

City

State

Zip Code

Country

4a. Contact Name

b. Telephone Number

c. E-mail

**MICHAEL J. STEIN**

☐ International Number

**(202) 654-2040**

**michael.stein@morganstanley.com**

5. Senate ID#

**25842-12**

7. Client Name

☒ Self

☐ Check if client is a state or local government or instrumentality

**Morgan Stanley & Co. Incorporated**

6. House ID#

**318130000**

### TYPE OF REPORT

8. Year **2009**

Q1 (1/1 - 3/31) ☒

Q2 (4/1 - 6/30) ☐

Q3 (7/1-9/30) ☐

Q4 (10/1 - 12/31) ☐

9. Check if this filing amends a previously filed version of this report ☐

10. Check if this is a Termination Report ☐

Termination Date

11. No Lobbying Issue Activity ☐

### INCOME OR EXPENSES - YOU MUST complete either Line 12 or Line 13

#### 12. Lobbying

**INCOME** relating to lobbying activities for this reporting period was:

Less than \$5,000 ☐

\$5,000 or more ☐

\$

Provide a good faith estimate, rounded to the nearest \$10,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).

#### 13. Organizations

**EXPENSE** relating to lobbying activities for this reporting period were:

Less than \$5,000 ☐

\$5,000 or more ☒

\$ **540,000.00**

#### 14. REPORTING

Check box to indicate expense accounting method. See instructions for description of options.

☒ **Method A.** Reporting amounts using LDA definitions only

☐ **Method B.** Reporting amounts under section 6033(b)(8) of the Internal Revenue Code

☐ **Method C.** Reporting amounts under section 162(e) of the Internal Revenue Code

Signature

**Filed Electronically**

Date

**04/15/2009**

Printed Name and Title

**Michael J. Stein**

**LOBBYING ACTIVITY.** Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code

BAN

BANKING

(one per page)

16. Specific lobbying issues

Banking Industry Reforms

Issues Related to Mortgage Industry Reforms

Issues Related to Economic Stimulus Plan

Issues Related to Federal Government's Financial Market Assistance

17. House(s) of Congress and Federal agencies

☐

Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Federal Deposit Insurance Commission (FDIC), Securities & Exchange Commission (SEC), Treasury - Dept of, Federal Reserve System

18. Name of each individual who acted as a lobbyist in this issue area

| First Name | Last Name | Suffix | Covered Official Position (if applicable) | New                      |
|------------|-----------|--------|---|--------------------------|
| Joshua     | Wilsusen  |        |   | <input type="checkbox"/> |
| Michael    | Stein     |        |   | <input type="checkbox"/> |
| Weston     | Coulam    |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |

19. Interest of each foreign entity in the specific issues listed on line 16 above

☒

Check if None

Printed Name and Title

Michael J. Stein

**LOBBYING ACTIVITY.** Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code

FIN

FINANCIAL INSTITUTIONS/INVESTMENTS/SECURITIES

(one per page)

16. Specific lobbying issues

FASB Accounting Proposals  
Issues related to Broker Dealers  
Energy Legislation  
Issues related to Derivatives

17. House(s) of Congress and Federal agencies

☐ Check if None

U.S. HOUSE OF REPRESENTATIVES, Securities & Exchange Commission (SEC), Federal Energy Regulatory Commission (FERC), Treasury - Dept of, U.S. SENATE, Commodity Futures Trading Commission (CFTC), Federal Reserve System

18. Name of each individual who acted as a lobbyist in this issue area

| First Name | Last Name | Suffix | Covered Official Position (if applicable) | New                      |
|------------|-----------|--------|---|--------------------------|
| Joshua     | Wilsusen  |        |   | <input type="checkbox"/> |
| Michael    | Stein     |        |   | <input type="checkbox"/> |
| Weston     | Coulam    |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |

19. Interest of each foreign entity in the specific issues listed on line 16 above

☒ Check if None

Printed Name and Title

Michael J. Stein

Issues Related to Commodity Markets  
Issues Related to Futures Markets  
Issues Related to Hedge Funds  
Issues Related to Financial Market Systemic Risk  
Issues Related to Pension Reform  
Commodity Exchange Act Reform  
Commercial Arbitration Reform

Printed Name and Title Michael J. Stein

**LOBBYING ACTIVITY.** Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code

TRD

TRADE (DOMESTIC/FOREIGN)

(one per page)

16. Specific lobbying issues

China Market Access

US-Russia Relationship

WTO Doha Round - Financial Services, Transparency

US-China Relationship

17. House(s) of Congress and Federal agencies

☐

Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, State - Dept of (DOS), Treasury - Dept of, Commerce - Dept of (DOC), U.S. Trade Representative (USTR), Commodity Futures Trading Commission (CFTC), Federal Reserve System, Securities & Exchange Commission (SEC), Homeland Security - Dept of (DHS)

18. Name of each individual who acted as a lobbyist in this issue area

| First Name | Last Name | Suffix | Covered Official Position (if applicable) | New                      |
|------------|-----------|--------|---|--------------------------|
| Kristin    | Roesser   |        |   | <input type="checkbox"/> |
| Michael    | Stein     |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |

19. Interest of each foreign entity in the specific issues listed on line 16 above

☒

Check if None

Printed Name and Title

Michael J. Stein

Visa Issues

India Market Access

EU Clearing and Settlement

EU-US Accounting Convergence

Immigration Legislation

Printed Name and Title Michael J. Stein

**LOBBYING ACTIVITY.** Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code

TAX

TAXATION/INTERNAL REVENUE CODE

(one per page)

16. Specific lobbying issues

Taxation of Financial Products  
Active Financing Legislation  
Business Activity Tax  
Energy Tax Legislation

17. House(s) of Congress and Federal agencies

☐

Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Treasury - Dept of, Labor - Dept of (DOL), Internal Revenue Service (IRS)

18. Name of each individual who acted as a lobbyist in this issue area

| First Name | Last Name | Suffix | Covered Official Position (if applicable) | New                      |
|------------|-----------|--------|---|--------------------------|
| Weston     | Coulam    |        |   | <input type="checkbox"/> |
| Michael    | Stein     |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |

19. Interest of each foreign entity in the specific issues listed on line 16 above

☒

Check if None

Printed Name and Title

Michael J. Stein

Technical Corrections to Pension Protection Act  
Tax Information Reporting  
Private Equity Taxation  
Issues Related to Tax-Exempt Bonds  
Issues Related to Pensions & Deferred Compensation  
Issues Related to Net Operating Losses  
Issues Related to Federal Government's Financial Market Assistance  
Issues Related to Economic Stimulus Plan  
Issues Related to Housing Legislation

Printed Name and Title Michael J. Stein



**LOBBYING ACTIVITY.** Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code

BNK

BANKRUPTCY

(one per page)

16. Specific lobbying issues

Amendments to Bankruptcy Laws

17. House(s) of Congress and Federal agencies

☐ Check if None

U.S. HOUSE OF REPRESENTATIVES,

18. Name of each individual who acted as a lobbyist in this issue area

| First Name | Last Name | Suffix | Covered Official Position (if applicable) | New                      |
|------------|-----------|--------|---|--------------------------|
| Joshua     | Wilsusen  |        |   | <input type="checkbox"/> |
| Michael    | Stein     |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |
|            |           |        |   | <input type="checkbox"/> |

19. Interest of each foreign entity in the specific issues listed on line 16 above

☒ Check if None

Printed Name and Title

Michael J. Stein

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

Address

CityStateZip Code - Country

21. Client new principal place of business (if different than line 20)

CityStateZip Code - Country

22. New General description of client's business or activities

LOBBYIST UPDATE

23. Name of each previously reported individual who is no longer expected to act as a lobbyist for the client

1

First NameLast NameSuffix

3

First NameLast NameSuffix

2

4

ISSUE UPDATE

24. General lobbying issue that no longer pertains

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

Internet Address:

| Name | Address                        | Principal Place of Business<br>(city and state or country) |
|------|--------------------------------|--|
|      | Street Address                 |  |
|      | CityState/Province Zip Country | City   |
|      |                                | StateCountry   |
|      |                                | City   |
|      |                                | StateCountry   |

26. Name of each previously reported organization that is no longer affiliated with the registrant or client

1

2

3

FOREIGN ENTITIES

27. Add the following foreign entities

| Name | Address                    | Principal place of business<br>(city and state or country) | Amount of contribution<br>for lobbying activities | Ownership<br>percentage in<br>client |
|------|----------------------------|--|---|--------------------------------------|
|      | Street Address             |  |   |                                      |
|      | CityState/Province Country | City   |   | %                                    |
|      |                            | StateCountry   |   |                                      |

28. Name of each previously reported foreign entity that no longer owns, or controls, or is affiliated with the registrant, client or affiliated organization

1

3

5

2

4

6